



(PATENT)

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

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AFFIDAVIT OF KEITH A. ZAR, ESQ.

1. My name is Keith A. Zar, Esq. I am Senior Vice President, General Counsel and Secretary for Next Level Communications, Inc., a Delaware corporation. I have been General Counsel for Next Level Communications, Inc., since its formation in November 1999.

2. I was also General Counsel for Next Level Communications, L.P., formerly a Delaware limited partnership, from its formation in January 1998 until its merger into Next Level Communications, Inc., in November 1999.

3. I was also General Counsel for Next Level Communications, formerly a California corporation, from before January 1998 until its merger into Next Level Communications, Inc., in November 1999.

4. Subsequent to the November 1999 mergers, the inventors identified in the attached Schedule A assigned to Next Level Communications, Inc., and its successors and assigns, their entire right, title, and interest in and to certain inventions. These assignments assigned, among other things, the patents and patent applications identified in the attached Schedule A.

5. At the time of these assignments, I was General Counsel of Next Level Communications, Inc.

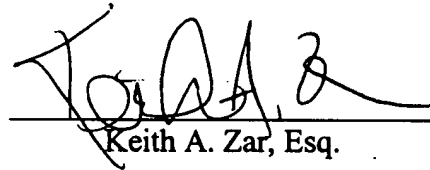
6. Due to inadvertent clerical mistakes, these assignments identified the assignee as "Next Level Communications, L.P." and its successors and assigns or "Next Level Communications" and its successors and assigns, instead of "Next Level Communications, Inc." and its successors and assigns.

7. All parties intended that these assignments would assign all of the respective

assignor's right, title, and interest in and to the respective invention in any and all countries throughout the world and in and to any patent applications on the respective invention in any and all countries throughout the world and any patents resulting from any such applications to Next Level Communications, Inc., and its successors and assigns. Indeed, as a result of the November 1999 mergers, Next Level Communications, L.P., and Next Level Communications were merged into Next Level Communications, Inc., thus making Next Level Communications, Inc., the successor to both Next Level Communications, L.P., and Next Level Communications.

I hereby declare that all statements made herein are of my own knowledge and are true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. 1001 and may jeopardize the validity or enforceability of any patent identified in Schedule A or resulting from any patent application identified in Schedule A.

Dated: April 15, 2003




Keith A. Zar, Esq.

County of Sonoma)

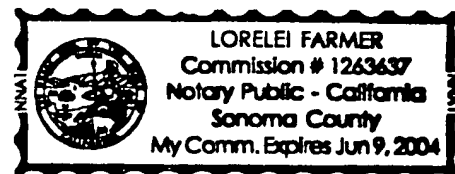
ss.

State of California)

Subscribed and Sworn to before me this 15 day of April 2003



Notary Public



SCHEDULE A

Patent Application No.	Patent No. (if issued)	Inventors/Assignors	Assignment Date(s)
09/521,914		Esliger, Jamie Say, Sabit	May 3, 2000 April 27, 2000
09/612,562		Eamse, Thomas R.	October 26, 2000
09/456,921	6,418,149	Swisher, James L. Sheppard, Steven	March 2, 2000 March 1, 2000
10/153,858		Swisher, James L. Sheppard, Steven	March 2, 2000 March 1, 2000
09/583,947	6,470,049	Nguyen, Phuong Vinh	October 2, 2000
10/235,533		Nguyen, Phuong Vinh	October 2, 2000
09/526,100		Sheppard, Steve McInnis, A.J.	March 14, 2000 March 14, 2000
09/525,412		Sheppard, Steve Weeks, Bill	March 14, 2000 March 13, 2000
09/525,488		Sheppard, Steve Swisher, James L.	March 14, 2000 March 14, 2000
09/459,755	6,385,253	Swisher, James L.	January 25, 2000
09/745,496		May, Lauren T.	March 19, 2001
09/550,385		Yearwood, Bradley N. Manley, David J.	April 12, 2000 April 12, 2000
09/488,276	6,300,828	McInnis, A.J.	January 14, 2000
09/693,116		May, Lauren T.	January 25, 2001
09/770,661		Say, Sabit	December 21, 2000
09/783,020		Sylla, M. Lamine Say, Sabit	December 21, 2000 December 21, 2000
09/770,662		Say, Sabit	December 21, 2000